

RJ REYNOLDS

TOBACCO COMPANY

FILE COPY

S. R. MacLEOD
Region Operations Mgr

150 Lawrence Bell Drive
Suite #108

Williamsville, NY 14221
(716) 634-9232
Fax (716) 634-3145

June 13, 1997

RJR Account #649920

Ms. T. Klimowski
TRIPIFOODS, INC.

SALEM TEAR TAPE PROMOTION #701147: JULY AND AUGUST 1997

Dear Terri:

SALEM .30¢ tear tape product has been ordered, as well as 70 SKUs of 40-Pack Displays (Item #530123 @ 1/SKU) to pack and ship the above promotion to your participating retail accounts as identified on the attached Customer List. This Promotion will be delivered in two separate drive periods; July and August. Utilize the same Customer List for each drive period. New Displays will not be shipped with the August drive period (see enclosed Retailer Letter).

Display Detail / Item #530123

<u>SKU CUBE:</u>	0.4890
<u>SKU WT (w/o Product):</u>	1.4480 lbs
<u>Retail Sales Offers per Sku:</u>	40 units
<u>Billing per Sku:</u>	4 Full Price Cartons

R. J. Reynolds' sales personnel will issue .30¢/pack payment to retailers at store level. RJR will reimburse you \$14.00 per live 12M case for all displays packed and shipped to retail on a timely basis. This equates to \$140.00 (10 (12M) case(s) @ \$14.00). Payment will be made as soon as possible once verification is received that all displays have been shipped to retail.

THE ATTACHED CUSTOMER LIST SHOULD BE RETAINED AND UTILIZED FOR AUGUST DISTRIBUTION OF SALEM .30¢ PROMOTIONAL PRODUCT.

As always, thanks for your assistance in the marketing of our products.

Sincerely,

Judy

J. Campbell
Promotional Coordinator / 1610

/jc

cc: R. M. Duszynski

Enc. Retailer Letter

Retail Customer List

*No packing
Payment -
No assembly @ Tripi*

Note to RJR Manager:

Upon verification of shipment to retail, notify Judy (#1610) for payment distribution to account.

SALTAPE.DOC

51859 3239

JULY DELIVERY
SALEM TEAR TAPE
TRIPIFOODS, INC.

July Drive Period 707 / Promotion #701147

PROMOTION DESCRIPTION: *EACH DISPLAY CONTAINS 40 .30¢ OFF PER PACK OFFERS (4 CARTONS). PACK AND SHIP ONE (1) DISPLAY, ALONG WITH ANY ADDITIONAL PRODUCT REQUIRED, AS INDICATED ON THE ATTACHED CUSTOMER LIST.*

DISPLAY LOAD (4 CARTONS):

1 CARTON EACH:
SALEM FULL FLAVOR
SALEM LIGHT
SALEM FULL FLAVOR 100
SALEM LIGHT 100

*RETAILER NEEDS TO MAINTAIN SALEM 40-PACK DISPLAY FOR AUGUST DRIVE PERIOD
(INCLUDE A COPY OF THE ENCLOSED 'RETAILER LETTER'
IN EACH DISPLAY SHIPPED TO RETAIL)*

Product PO #063097

<u>UPC Code</u>	<u>SALEM BRAND STYLE</u>	<u>#/ (6M) Cases @ .30¢ Off</u>
12300-12039	Full Flavor	<u>5</u>
12300-12439	Light	<u>5</u>
12300-12239	Full Flavor 100	<u>5</u>
12300-12539	Light 100	<u>5</u>

Product / Premium Arrival: June 30, 1997
Ship Date to Retail: Week of: July 14, 1997

EFT \$ Amount: \$7,156.43
Non-EFT \$ Amount: \$N/A

***R. J. REYNOLDS' SALES PERSONNEL WILL ISSUE .30¢ / PACK PAYMENT TO
RETAILERS AT STORE LEVEL.***

JULY DELIVERY

51859 3240

TRIPIFOODS (#649920):

CIGARETTE DISPLAYS BY STATE

51859 3241

TRIPIFOODS														
JULY: SALEM TEAR TAPE PROMOTION #701147 / 1ST DRIVE PERIOD														
RETAIL DISTRIBUTION DATE:		NUMBER OF CARTONS PER BRAND												
WEEK OF 7/14/97		STYLE TO BE STAMPED / SHIPPED												
NAME	NO. OF STORES / DISPLAYS TO BE SHIPPED	NEW YORK				OHIO				PENNSYLVANIA				TOTAL NUMBER OF CARTONS TO STAMP/ SHIP
		FF	FF 100	LT	LT 100	FF	FF 100	LT	LT 100	FF	FF 100	LT	LT 100	
ERIE PETRO	7	3	3	3	3					18	18	18	18	84
QUICK CHEK	12					26	26	26	26					104
VILLAGE MART	8	8	8	8	8									32
K & K FOODMART	11	11	11	11	11									44
PAL MART	5	5	5	5	5									20
INDEPENDENTS SMALL CHAINS) (AND	26	25	25	25	25	20	20	20	20	26	26	26	26	284
TOTALS	69	52	52	52	52	46	46	46	46	44	44	44	44	568

AUGUST DELIVERY
SALEM TEAR TAPE
TRIPIFOODS, INC.

August Drive Period 707 / Promotion #701147

PROMOTION DESCRIPTION: UTILIZE THE JULY CUSTOMER LIST TO SHIP THE APPROPRIATE NUMBER OF SALEM \$3.00 OFF / CARTONS PER BRAND STYLE AS INDICATED. RETAILER WILL LOAD PRODUCT INTO THE 40-CARTON DISPLAY WHICH WAS SHIPPED WITH JULY DRIVE PERIOD.

Product PO #080497

<u>UPC Code</u>	<u>SALEM BRAND STYLE</u>	<u>#/ (6M) Cases @ .30¢ Off</u>
12300-12039	Full Flavor	5
12300-12439	Light	5
12300-12239	Full Flavor 100	5
12300-12539	Light 100	5

Product Arrival:

7/14/97
August 4, 1997

(No Displays will be shipped)

Ship Date to Retail:

Week of: August 18, 1997

EFT \$ Amount:

\$7,156.43

Non-EFT \$ Amount:

\$N/A

R. J. REYNOLDS' SALES PERSONNEL WILL ISSUE .30¢ / PACK PAYMENT TO RETAILERS AT STORE LEVEL.

AUGUST DELIVERY

51859 3242

TRIPIFOODS (#649920):

CIGARETTE DISPLAYS BY STATE

51859 3243

TRIPIFOODS														
AUGUST: SALEM TEAR TAPE PROMOTION #701147 / 2ND DRIVE PERIOD														
RETAIL DISTRIBUTION DATE:					NUMBER OF CARTONS PER BRAND									
WEEK OF 8/18/97					STYLE TO BE STAMPED / SHIPPED									
NAME	NO. OF STORES	NEW YORK				OHIO				PENNSYLVANIA				TOTAL NUMBER OF CARTONS TO STAMP/ SHIP
		FF	FF 100	LT	LT 100	FF	FF 100	LT	LT 100	FF	FF 100	LT	LT 100	
ERIE PETRO	7	3	3	3	3					18	18	18	18	84
QUICK CHEK	12					26	26	26	26					104
VILLAGE MART	8	8	8	8	8									32
K & K FOODMART	11	11	11	11	11									44
PAL MART	5	5	5	5	5									20
INDEPENDENTS (AND SMALL CHAINS)	26	25	25	25	25	20	20	20	20	26	26	26	26	284
TOTALS	69	52	52	52	52	46	46	46	46	44	44	44	44	568

SHIP ONE (1) DISPLAY (ITEM #530123) TO EACH RETAIL ACCOUNT								NUMBER OF CARTONS PER BRAND STYLE
ACCT	FULL NAME	ADDRESS	CITY	ST	CID #	CHAIN NAME	TRIP#	
INDEPENDENTS								
579516	HEMLOCK GENERAL STOR	4777 S MAIN STREET	HEMLOCK	NY	0		0	1
527292	FOGLE'S CORNER INC	13168 LINCOLNWAY	MASSILLON	OH	0		2136	3
20329	WAY 2 GO	1002 LIBERTY ST	ERIE	PA	0		2501	8
468860	LINCAN FOOD MART	RD #2	UNION CITY	PA	0		303	3
333775	BILICIC COUNTRY MALL	5218 TOWNSHIP RD S	GENEVA	OH	0		315	10
535334	WARRENSVILLE MARKET	HC 31 BOX 168	WILLIAMSPORT	PA	0		429	4
677924	SPRINGWATER COUNTRY	7987 MAIN STREET	SPRINGWATER	NY	0		0	1
632691	CARDS CORNER DAIRY	3781 W SENECA TPKE	SYRACUSE	NY	0		279	1
672362	WESTERS COUNTRY STOR	6153 STATE ROUTE 15	CONESUS	NY	0		313	1
269473	GLEN GROCERY	FRANKLIN ST	WATKINS GLEN	NY	0		450	4
268827	GUETTI MARKET INC	758 RIDGEWAY AVE	ROCHESTER	NY	0		532	1
398286	NEWTON'S	26 ACADEMY STREET	SHINGLEHOUSE	PA	0		644	3
398296	BOYDS CORNER STORE	302 S MAIN ST	COUDERSPORT	PA	0		646	2
182792	SWISHERS QUICK STOP	170 N MAIN ST	HUGHESVILLE	PA	0		793	4
462139	EASY PLUS	114 WEST MORRIS	BATH	NY	0		794	1
583864	JIM'S TRUCK STOP	2115 WALDEN AVE	CHEEKTOWAGA	NY	0		854	2
712289	COUNTRY STORE	1319 LAKE RD	WEBSTER	NY	0		937	1
706802	QUIK MART #2	58 N MAIN STREET	LAWRENCEVILLE	PA	0		1526	2
657270	YELLOW GOOSE	406 W 3RD STREET	JAMESTOWN	NY	0		1609	3
770151	CONVENIENCE CORNER 1	142 E MARKET ST	RHINEBECK	NY	0		2471	3
525601	CONVENIENCE CORNER	RT 9G & KALINAS DR	RHINEBECK	NY	0		2472	1
797868	GAD 41 SUNOCO	24655 US HIGHWAY 23	CIRCLEVILLE	OH	0		2539	7
035536	MINIT STOP	NORTH AVE. & LIBERTY	PENN YAN	NY	0		2951	2
664262	MINIT STOP 2	825 CANANDAIGUA RD	GENEVA	NY	0		2953	1
567721	CONVENIENT FOOD MART	2211 KENSINGTON AVE	SNYDER	NY	0		3731	1
571569	CFM #33 049 2	204 MAIN ST	BROCKPORT	NY	0		3733	1
					0 Total			71

ACCT	FULL NAME	ADDRESS	CITY	ST	GID #	CHAIN NAME	TRIP #	NUMBER OF CARTONS PER BRAND STYLE
129007	BORON OIL	545 FAIRMOUNT AVE	JAMESTOWN	NY	1892 00 00	ERIE PETROLEUM	0	3
525493	LAKEWOOD SHELL #3	3760 W 12TH ST	ERIE	PA	1892 00 00	ERIE PETROLEUM	4275	3
168816	HOLIDAY SHELL #2	8030 PERRY HWY	ERIE	PA	1892 00 00	ERIE PETROLEUM	4276	3
540944	FUEL STOP SHELL #1	190 & STERETTANIA	ERIE	PA	1892 00 00	ERIE PETROLEUM	4278	3
596643	HOLIDAY MART	605 PARADE ST	ERIE	PA	1892 00 00	ERIE PETROLEUM	4280	3
699667	STATELINE BP #90	12271 E MAIN RD	NORTH EAST	PA	1892 00 00	ERIE PETROLEUM	4290	3
674464	PEACH STREET SHELL	4917 PEACH ST	ERIE	PA	1892 00 00	ERIE PETROLEUM	4291	3
					1892 00 00 Total			21
339221	QUICK CHEK INC #101	398 S DIAMOND ST	MANSFIELD	OH	1962 00 00	QUICK CHEK	2101	2
338989	QUICK CHEK #2102	305 MARION AVE	MANSFIELD	OH	1962 00 00	QUICK CHEK	2102	2
339236	QUICK CHEK INC #106	61 MILL RD	BELLVILLE	OH	1962 00 00	QUICK CHEK	2106	2
850754	QUICK CHEK #2107	01 2ND ST	DENNISON	OH	1962 00 00	QUICK CHEK	2107	2
338984	QUICK CHEK 109	3576 PARK AVE W	ONTARIO	OH	1962 00 00	QUICK CHEK	2109	2
028948	QUICK CHEK #110	7170 LINCOLNWAY EAST	WOOSTER	OH	1962 00 00	QUICK CHEK	2110	2
843457	QUICK CHEK #112	275 N MARKET ST	SHREVE	OH	1962 00 00	QUICK CHEK	2112	2
430345	QUICK CHEK #2114	4510 CLEVELAND RD	WOOSTER	OH	1962 00 00	QUICK CHEK	2114	2
797251	QUICK CHEK #116	SR 93	SUGARCREEK	OH	1962 00 00	QUICK CHEK	2116	2
342452	QUICK CHEK #117	240 FRONT STREET	KILLBUCK	OH	1962 00 00	QUICK CHEK	2117	2
797238	QUICK CHEK #119	323 E HIGH AVE	NEW PHILADELPHI	OH	1962 00 00	QUICK CHEK	2119	2
079455	QUICK CHEK #2128	6020 E HARBOR RD	MARBLEHEAD	OH	1962 00 00	QUICK CHEK	2128	2
030361	QUICK CHEK/SHELL #133	404 W PIKE ST	JACKSON CENTER	OH	1962 00 00	QUICK CHEK	2133	2
					1962 00 00 Total			26
229155	VILLAGE MART #305	3584 PALMYRA RD	MARION	NY	4104 00 00	VILLAGE MART	0	1
764376	A PLUS #60129/F	226 NORTH AVE	WEBSTER	NY	4104 00 00	VILLAGE MART	91074	1
763509	VILLAGE MART #300	2007 STATE ROUTE 104	ONTARIO	NY	4104 00 00	VILLAGE MART	928671	1
545846	VILLAGE MART #310	ROUTE 31	MACEDON	NY	4104 00 00	VILLAGE MART	928689	1
763372	VILLAGE MART #320	6 MAIN STREET	MANCHESTER	NY	4104 00 00	VILLAGE MART	928697	1
507433	VILLAGE MART #330	ROUTE 104	WILLIAMSON	NY	4104 00 00	VILLAGE MART	928705	1
352649	VILLAGE MART #335	239 W MAIN ST	VICTOR	NY	4104 00 00	VILLAGE MART	928739	1
680850	VILLAGE MART	544 W UNION ST	NEWARK	NY	4104 00 00	VILLAGE MART	935015	1
					4104 00 00 Total			8

ACCT	FULL NAME	ADDRESS	CITY	ST	CID #	CHAIN NAME	TRIP #	NUMBER OF CARTONS PER BRAND STYLE
752927	K & K C/O	4610 SOUTH LAKE ROAD	BROCKPORT	NY	4141 00 00	K & K FOOD MART	0	1
765462	K & K FOODMART	STATE BATAVIA	HOLLEY	NY	4141 00 00	K & K FOOD MART	354	1
033295	K & K FOODMART	8389 RIDGE RD WEST	CLARKSON	NY	4141 00 00	K & K FOOD MART	547	1
763471	K & K FOODMART	1128 PARMA HILTON RD	HILTON	NY	4141 00 00	K & K FOOD MART	715	1
128447	K & K FOODMART	4614 LAKE RD S	BROCKPORT	NY	4141 00 00	K & K FOOD MART	716	1
707857	K&K FOOD MART	11350 MAPLE RIDGE RD	MEDINA	NY	4141 00 00	K & K FOOD MART	1384	1
663648	K&K FOOD MART	6 EAST AVE	ALBION	NY	4141 00 00	K & K FOOD MART	1385	1
580045	K & K FOOD MART	7084 CHESTNUT RIDGE	LOCKPORT	NY	4141 00 00	K & K FOOD MART	1386	1
215096	K & K FOODMART	16825 RT 18	KENDALL	NY	4141 00 00	K & K FOOD MART	1387	1
835820	K & K FOODMART	4541 HOLLEY BYRON RD	CLARENDON	NY	4141 00 00	K & K FOOD MART	1388	1
561016	K & K FOODMART	1449 LAKE RD	HAMLIN	NY	4141 00 00	K & K FOOD MART	1389	1
					4141 00 00 Total			11
265704	PAL MART	3948 NYS RT 281	CORTLAND	NY	5180 00 00	PAL ENERGY CORP.	0	1
763821	PAL MART #1	KENDALL ST	CLIFTON SPRINGS	NY	5180 00 00	PAL ENERGY CORP.	2261	1
515673	PAL MART #2	510 E MAIN ST	PALMYRA	NY	5180 00 00	PAL ENERGY CORP.	2262	1
724740	PAL MART #3	N. MAIN STREET	NEWARK	NY	5180 00 00	PAL ENERGY CORP.	2263	1
702785	PALMART #8	6090 STATE ROUTE 96	FARMINGTON	NY	5180 00 00	PAL ENERGY CORP.	2268	1
					5180 00 00 Total			5
					Grand Total			142

Salem \$.30 off per Pack Pre-sniped - VAP Form

Chain Name: ERIE PETROLEUMDirect Account: TRIPI FOODSCID: 1892-00-00

The following Salem pre-sniped product will be automatically shipped from your Direct Account the 2nd week during July, August, September, October, November, December

<u>Brand</u>	<u>Cartons</u>
Salem King	3
Salem 100	3
Salem Lt. King	3
Salem Lt. 100	3
TOTAL PER STORE	12

TOTAL # STORES 7

Payment of \$3.00 per carton discount will be made at headquarter level by a R. J. Reynolds Representative upon verification (invoice).

Retailer to receive 1 Salem Display (Item # 530123) - Display should be maintained throughout the Quarter.

Signature: _____

RJR Signature: _____

51859 3247

Salem \$.30 off per Pack Pre-sniped - VAP Form

Chain Name: QUICK CHEK
CTD: 1962-00-00

Direct Account: TRIP1 FOODS

The following Salem pre-sniped product will be automatically shipped from your Direct Account the 2nd week during July, August, September, October, November, December

<u>Brand</u>	<u>Cartons</u>
Salem King	2
Salem 100	2
Salem Lt. King	2
Salem Lt. 100	2
TOTAL PER STORE	8

TOTAL # STORES 13

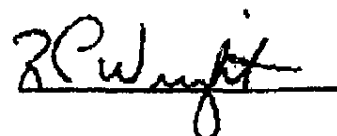
Payment of \$3.00 per carton discount will be made at headquarter level by a R. J. Reynolds Representative upon verification (invoice).

Retailer to receive 1 Salem Display (Item # 530123) - Display should be maintained throughout the Quarter.

Signature:



RJR Signature:



51859 3248



To All RJR Retail Partners

RETAILER LETTER

SALEM .30¢ OFF / PACK

\$3.00 OFF / CARTON

- THE 40-PACK DISPLAY BEING SHIPPED TO YOU FROM YOUR WHOLESALER FOR SALEM PROMOTED PRODUCT IS TO BE MAINTAINED FOR USE WITH SALEM PROMOTIONS FOR JULY AND AUGUST 1997.
- YOUR WHOLESALER WILL SHIP .30¢ OFF/ PACK AND \$3.00 OFF/ CARTON PROMOTED PRODUCT ON A MONTHLY BASIS THROUGH YEAR END 1997. THIS PROMOTED PRODUCT IS TO BE PLACED INTO THE 40-PACK DISPLAY.
- R. J. REYNOLDS' SALES PERSONNEL WILL ISSUE .30¢ PER PACK PAYMENT FOR THIS PRODUCT AT STORE LEVEL.

AS ALWAYS, THANK YOU FOR YOUR ASSISTANCE IN THE MARKETING OF OUR PRODUCTS. IF YOU HAVE ANY QUESTIONS REGARDING THIS SHIPMENT PLEASE CONTACT YOUR RJR REPRESENTATIVE.

ROU #1610

51859 3249

TRIPIFOODS: SALEM TEAR TAPE / SUMMARY

TRIPIFOODS / SALEM TEAR TAPE					
		<i>Number of Cartons</i>			
	#/Stores (Displays)	FF	LT	FF 100	LT 100
INDEPENDENTS	26	71	71	71	71
CHAINS:					
ERIE PETRO	7	21	21	21	21
QUICK CHEK	13	26	26	26	26
VILLAGE MART	8	8	8	8	8
K & K FOOD MART	11	11	11	11	11
PAL MART	5	5	5	5	5
TOTAL	70	142	142	142	142